

P08000070651

Damian Rosales

4143 Kathy Avenue

Maple, LA 70110

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch JUL 28 2008



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 6, 2008

DAMIAN ROSALES  
4143 KATHY AVENUE  
NAPLES, FL 34104

SUBJECT: DR LAWN SERVICE, INC.  
Ref. Number: W08000027803

We have received your document for DR LAWN SERVICE, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 108A00035266

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
D ROSALES LAWN SERVICE, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is D Rosales Lawn Service, Inc.

ARTICLE 2 - PURPOSE OF THE CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPLE OFFICE

The address of the principle office of this Corporation is 4143 Kathy Avenue, Naples, FL 34104 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the Incorporator of the Corporation is:

Damian Rosales  
4143 Kathy Avenue  
Naples, FL 34104

ARTICLE 5 - PRESIDENT

The initial President of the Corporation shall be Damian Rosales whose address shall be the same as the principle office of the Corporation.

## ARTICLE 6 - CORPORATE CAPITALIZATION

6.1 The maximum number of shares that this Corporation is authorized is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each having the par value of ONE DOLLAR (\$1.00).

6.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the board of directors may, in authorizing the issuance of shares of stock of any class, confer any preemptive rights that the board of directors may deem advisable in connection with such issuance.

6.3 The board of directors of the Corporation may authorize the issuance from time to time of shares of its stock in any class, whether now or hereafter authorized, for such consideration as the board of directors may deem advisable, subject to such restrictions of limitations, if any, as may be set forth in the bylaws of the Corporation.

6.4 The board of directors of the Corporation may, by articles supplementary, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

## ARTICLE 7 - SUB-CHAPTER S CORPORATION

7.1 The shareholders of this Corporation, may elect and, if elected shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 2008, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

7.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without written consent of the other shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholder's shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 2008, as amended.

7.3 Once the Corporation has elected to be an S Corporation. Each share of stock issued by this Corporation shall contain the following legend:

“The shares of stock represented by this  
Certificate cannot be transferred if such a

transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 2008, as amended.”

#### ARTICLE 8 - SMALL BUSINESS CORPORATION STOCK

The Corporation hereby elects to be classified as a Small Business Corporation under Section 1244 of the Internal Revenue Code of 2008, as amended.

#### ARTICLE 9 - DEBTS OF THE CORPORATION

The private property of the shareholders shall not be subject to the payment of the debts of the Corporation.

#### ARTICLE 10 - POWERS OF THE CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

#### ARTICLE 11 - TERM OF EXISTENCE

The Corporation shall have a perpetual existence.

#### ARTICLE 12 - TITLE

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share of right is registered on the books of the Corporation as the owner thereto, for all purposes, and shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

#### ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of the registered office of this Corporation is 4143 Kathy Avenue; Naples, FL 34104. The name and address of the registered agent is Damian Rosales; 4143 Kathy Avenue; Naples, FL 34104.

ARTICLE 14 - BYLAWS

The Board of Directors of the Corporation shall have power, without the assent of vote of the shareholders, to make, alter, amend or repeal the bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 15 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon recording by the Secretary of State, State of Florida.

ARTICLE 16 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all Rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, the 26th day of July, 2008.



\_\_\_\_\_  
Damian Rosales, Incorporator

I Damian Rosales, having a business address identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above and Foregoing Articles of Incorporation, am familiar with and accept the obligations of the position of Registered Agent under 607.0505, Florida Statutes.



\_\_\_\_\_  
Damian Rosales, Registered Agent  
July 22, 2008